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 Leap Wireless International, Inc.

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Attorneys for Defendants  
 S. Douglas Hutcheson, Dean M. Luvisa, Amin  
 I. Khalifa, Mark H. Rachesky, Glenn Umetsu

UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF CALIFORNIA

HCL PARTNERS LIMITED  
 PARTNERSHIP, on behalf of itself and all  
 others similarly situated,

Plaintiff,

v.

LEAP WIRELESS INTERNATIONAL, INC.,  
 S. DOUGLAS HUTCHESON, DEAN M.  
 LUVISA, AMIN I. KHALIFA and  
 PRICEWATERHOUSECOOPERS, LLP,

Defendants.

CLASS ACTION NO. 07 CV 2245 BTM (NLS)

**DEFENDANTS' STATEMENT OF NON-  
 OPPOSITION TO MOTIONS FOR THE  
 CONSOLIDATION OF ALL RELATED  
 ACTIONS, FOR APPOINTMENT AS LEAD  
 PLAINTIFF AND FOR APPROVAL OF  
 LEAD PLAINTIFF'S SELECTION OF  
 LEAD COUNSEL**

Judge: Hon. Barry Ted Moskowitz  
 Ctrm: 15 (5<sup>th</sup> Floor)  
 First Action Filed November 27, 2007

Hearing Date: March 28, 2008  
 Hearing Time: 11:00 am

CASE CAPTIONS CONTINUED ON NEXT PAGE

DEVAY CAMPBELL, Individually and on  
behalf of all others similarly situated,

Plaintiff,

v.

LEAP WIRELESS INTERNATIONAL, INC.,  
S. DOUGLAS HUTCHESON, MARK H.  
RACHESKY, AMIN I. KHALIFA, GLENN  
UMETSU and DEAN M. LUVISA,

Defendants.

CLASS ACTION NO. 07 CV 2297 BTM (NLS)

KENT CARMICHAEL, Individually and on  
behalf of all others similarly situated,

Plaintiff,

v.

LEAP WIRELESS INTERNATIONAL, INC.,  
S. DOUGLAS HUTCHESON, MARK H.  
RACHESKY, AMIN I. KHALIFA and DEAN  
M. LUVISA,

Defendants.

CLASS ACTION NO. 08 CV 0128 BTM (NLS)

Defendants Leap Wireless International, Inc., S. Douglas Hutcheson, Dean M. Luvisa, Amin I. Khalifa, Mark H. Rachesky and Glenn Umetsu (collectively "Defendants") hereby submit their Statement of Non-Opposition to (1) the New Jersey Carpenters Pension and Benefit Funds' Motion for Consolidation, Appointment of Lead Plaintiff and Approval of Lead Counsel, and (2) the Motion by Class Members Westchester Capital Management, Inc. and Green & Smith Investment Management L.L.C. for the Consolidation of all Related Actions, for Appointment as Lead Plaintiff and for Approval of Lead Plaintiff's Selection of Lead Counsel.

#### **I. CONSOLIDATION**

Defendants agree that the above-captioned actions should be consolidated.

#### **II. LEAD PLAINTIFF AND LEAD COUNSEL**

Defendants take no position regarding the appropriateness of the moving parties or their counsel for the positions of lead plaintiff and lead counsel, respectively. In taking no

position, however, Defendants do not concede that these actions may properly be maintained as a class action and do not waive their right to challenge the standing of the appointed lead plaintiff or the appointed lead plaintiff's ability to adequately represent the class at the appropriate time.

Further, by submitting this Statement of Non-Opposition, Defendants are not indicating agreement with factual or legal contentions in either the New Jersey Carpenters Pension and Benefit Funds' Motion for Consolidation, Appointment of Lead Plaintiff and Approval of Lead Counsel or the Motion by Class Members Westchester Capital Management, Inc. and Green & Smith Investment Management L.L.C. for the Consolidation of All Related Actions, for Appointment as Lead Plaintiff and for Approval of Lead Plaintiff's Selection of Lead Counsel.

Dated: March 14, 2008

Respectfully submitted,

By /s/ Kimberly Arouh Hicks  
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Attorneys for Defendant  
Leap Wireless International, Inc.

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1 Dated: March 14, 2008

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